

EXHIBIT 31

FROZEN

JL Review – Test

10/23/12

Attendees: John Lasseter, Chris Buck, Jennifer Lee Monn, Peter Del Vecho, Aimee Scribner, Nicole Hearon, Steve Goldberg, Lino Di Salvo, Jeff Draheim, Becky Bresee, Tony Smeed, Wayne Unten, Hyrum Osmond, Malcon Pierce, Andrew Lawson, Benson Shum, Bobby Huth, Brent Homman, Carlos Cabral, Chad Sellers, Chris Cordingley, Daniel Peixe, Darrin Butters, Frank Hanner, Joel Reid, Justin Sklar, Kira Lehtomaki, Mark Mitchell, Rastko Stefanovic, Ryan Hobbiebrunken, Stephane Mangin, Leah Latham and Angela D'Anna (notes)

RECAP

- Love Olaf coming apart gags; so much opportunity there.
- Find variety in the separation of his body parts in regards to space and weighting.
- Applauds the “truth in materials” approach to Olaf.
- Re-record or find a take from Josh Gad where he is more broken up that he “can’t feel his legs”.
- Continue to research models. The way they walk and adopt that style for Elsa once she becomes the Snow Queen.
- Elsa is always elegant and graceful but becomes less contained and more free and confident after her transformation.

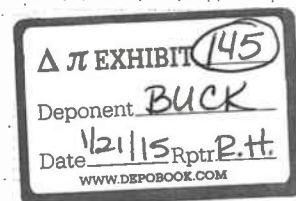
Reviewed Seq. 60 - Test

JL: Is any of this test going to be in the film? It would be great to get some of these Olaf gags in the movie.

JLM: There’s almost an entire sequence that’s identical except for how it ends.

JL: Are these characters pre-production versions or production models in rigging?

LD: These are our characters in progress. They’re very close to be done. They’re still missing the art directed face shapes so we’re not able to



dilate the fleshiness yet. It's been a great test for us on so many levels. We're finding what works and what doesn't work with these characters before production. We're almost there.

JL: Looks fantastic. There's so much opportunity to be had with Olaf being able to come apart. I love the "out of shape" gag.

CB: It is a lot of fun. It's going to be hard to NOT have him fall apart in every scene. But we definitely want to pick and choose when we do it.

LD: We're starting to explore just how far we can take the "falling apart" business. We plan to embrace the magic and explore the Olaf song sequence by choreographing his movements to the syncopation of the music. We'll see how far we can go before it gets weird.

JL: It would be great to see his body parts separating so there is air between them. I like the fact that you are treating him as if he were snow and not having his movements feel gooey.

LD: Right. We want to celebrate the truth in material. How would two snowballs react if they were being scrunched together? We don't want that rubbery feeling.

JL: That's really fun. His walk is so charming and I love how he can bounce up and down on those two little snowball feet.

JL: If you do use this in the snowman chase **in the film**, I would have Olaf run a little while he was still "out of shape" and then say, "Man, I'm out of shape." He looks down and notices that he is. "Oh, I AM out of shape."

CB: That's why it's so awkward for him to run.

JLM: Last we see him he is thrown and becomes out of shape so should he just run out from the trees already discombobulated?

JL: Oh yeah. The trees rustle and we think it's this huge monster and it's this little misshapen snowman.

LD: We're celebrating what he is made of.

JL: it's fantastic. I love when he rotates the belly and we see the shoulders dragging just slightly behind the movement. You can still spin him and have that feeling of disjointedness even if his body parts don't separate.

JL: It all looks great. Keep going!

Here's a link to the Mime Project's production of Thunderbirds that John talked about. There's a bit where you see the guys move as marionettes:

<http://www.youtube.com/watch?v=5g-llIjNAsc>